

20 April 2020

**Philippine Dealing & Exchange Corp.**

37<sup>th</sup> Floor, Tower 1, The Enterprise Center  
6766 Ayala Avenue corner Paseo de Roxas  
Makati City

Attention: **Atty. Marie Rose M. Magallen-Lirio**  
*Head - Issuer Compliance and Disclosure Department*

Re: South Luzon Tollway Corporation Php7.3 Billion Fixed Rate Bonds  
SEC Form 17 – C Postponement of Annual General Meeting

Gentlemen:

In compliance with the Philippine Dealing & Exchange Corp. (“PDEX”) guidelines, please find enclosed copy of our disclosure to Securities and Exchange Commission, in the form of SEC 17-C.

As agreed with you, we shall inform PDEX in case of any changes.

Very truly yours,

  
**VIRGILIO S. DE GUZMAN**

*Deputy Corporate Information Officer*

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-C

CURRENT REPORT UNDER SECTION 17  
OF THE SECURITIES REGULATION CODE  
AND SRC RULE 17.2(c) THEREUNDER

1. 20 April 2020  
Date of Report (Date of earliest event reported)
2. SEC Identification Number A200010622 3. BIR Tax Identification No. 207-247-094
4. SOUTH LUZON TOLLWAY CORPORATION  
Exact name of issuer as specified in its charter
5. Metro Manila, Philippines 6.  (SEC Use Only)  
Province, country or other jurisdiction of Industry Classification Code:  
incorporation
7. Sitio Latian, Brgy. Mapagong, Calamba City 4027  
Address of principal office Postal Code
8. (02) 8584 4655  
Issuer's telephone number, including area code
9. (N/A)  
Former name or former address, if changed since last report

10. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding	
	<u>Amount</u>	<u>Interest Rate</u>
Series A	<u>₱2.4 Billion</u>	<u>4.9925%</u>
Series B	<u>₱2.4 Billion</u>	<u>5.5796%</u>
Series C	<u>₱2.5 Billion</u>	<u>6.4872%</u>
Total	<u>₱7.3 Billion</u>	

11. Indicate the item numbers reported herein: Item 9  
\_\_\_\_\_  
\_\_\_\_\_

\_\_\_\_\_

**Item 9. Other Events**

The Board of Directors (the 'Board') of the Corporation on 16 April 2020, approved the following:

- 1) the postponement of the Annual General Meeting on 14 May 2020, and any further postponements of the rescheduled meeting thereafter; and
- 2) the setting of 5 May 2020 as the new record date for the purpose of determining the stockholders entitled to notice of and attendance at the Annual General Meeting and resetting of the Annual General Meeting of the Corporation to either: (a) any day falling within sixty (60) days from 14 May 2020, or (b) any day falling within sixty (60) days from the date of formal lifting of the Extended ECQ, or any further extensions, whichever is later.

Attached as Annex "A" to this SEC Form 17-C is the Secretary's Certificate on the board resolution on the foregoing approvals.

- nothing follows -

**SIGNATURES**

Pursuant to the requirements of the Securities Regulation Code, the issuer has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**SOUTH LUZON TOLLWAY CORPORATION**

Issuer

**20 April 2020**

Date



**SHAINA ANELLA B. RAMIREZ**  
Acting Compliance Officer

**SECRETARY'S CERTIFICATE**

I, **SHAINA ANELLA B. RAMIREZ**, of legal age, Filipino, with office address at the 11<sup>th</sup> Floor San Miguel Properties Centre, 7 St. Francis Street, Ortigas Center, Mandaluyong City, Laguna under oath, do hereby state that:

1. I am the Assistant Corporate Secretary of the **SOUTH LUZON TOLLWAY CORPORATION** (the "Corporation"), a corporation organized and existing under the laws of the Philippines, with principal offices at Sitio Latian, Barangay Mapagong, Calamba City, Laguna.

2. Due to the public health emergency, a majority of the Board of Directors of the Corporation approved and adopted the postponement of its annual general meeting for the year 2020 through the following resolution dated 15 April 2020:

**BD- Res. No. 04-2020 (RR 04-15-20)**

"WHEREAS, on 3 March 2020, the Board of Directors (the 'Board') of the South Luzon Tollway Corporation (the 'Corporation') approved the holding of the Annual General Meeting of Stockholders on 14 May 2020, in accordance with the By-Laws of the Corporation, and the setting of 1 April 2020 as the record date for the purpose of determining the stockholders entitled to notice of and attendance at the Annual General Meeting;

WHEREAS, on 16 March 2020, the President of the Republic of the Philippines, through Presidential Proclamation No. 929, declared a State of Calamity over the entire country, thereby imposing an Enhanced Community Quarantine ('ECQ') throughout Luzon beginning midnight of 17 March 2020 until 12 April 2020, which established strict home quarantine by limiting movement of the citizens to only access basic necessities, provision for food and essential health services, which, on 7 April 2020, was further extended until 11:59 p.m. of 30 April 2020 ('Extended ECQ');

WHEREAS, as a result of the ECQ and its extension, the Corporation will not be able to timely file and submit the statutory reportorial requirements required to be filed as a registered issuer within the prescribed periods of the Securities and Exchange Commission ('SEC') and the Bureau of Internal Revenue ('BIR') prior to the Annual General Meeting on 14 May 2020;

NOW THEREFORE, BE IT RESOLVED, that the Board of the Corporation approves, as it so hereby approves, the postponement of the Annual General Meeting of Stockholders on 14 May 2020, and any further postponements of the rescheduled meeting thereafter;

RESOLVED FURTHER, that the Board approves, as it so hereby approves, the following: (1) setting 5 May 2020 as the new record date for the purpose of determining the stockholders entitled to notice and attendance at the Annual General Meeting, and (2) resetting of the Annual General Meeting of the Corporation to either: (a) any day falling within the sixty (60) days from 14 May 2020, or (b) any day falling within sixty (60) days from the date of formal lifting of the Extended ECQ, or any further extensions, whichever is later, provided that the prevailing circumstances shall safely allow the holding of the same."

3. The foregoing is in accordance with the records of the Corporation.

**IN WITNESS WHEREOF**, I have signed this Secretary's Certificate this 20<sup>th</sup> day of April at Mandaluyong City.

  
**SHAINA ANELLA B. RAMIREZ**  
Assistant Corporate Secretary

SUBSCRIBED AND SWORN to before me this \_\_\_\_\_ at Mandaluyong City, affiant exhibiting to me her Philippine Passport No. P5770796A issued on 26 January 2018 at DFA NCR Northeast, as competent evidence of her identity.

Doc. No. \_\_\_\_\_;  
Page No. \_\_\_\_\_;  
Book No. \_\_\_\_\_;  
Series of 2020.